

MG01

Particulars of a mortgage or charge

177785/13



A fee is payable with this form.

We will not accept this form unless you send the correct fee.

Please see 'How to pay' on the last page.

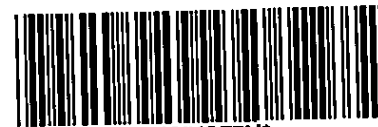
☒ What this form is for

You may use this form to register particulars of a mortgage or charge in England and Wales or Northern Ireland.

☒ What this form is NOT for

You cannot use this form to register particulars of a charge for a Scottish company. To do this, please use form MG01s.

MONDAY



LWXYOF7M

LD3

23/11/2009

274

COMPANIES HOUSE

1 Company details

Company number 4 5 0 3 0 9 6

Company name in full Glycoform Limited

2 For official use

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Date of creation of charge

Date of creation d 0 d 3 m 1 m 1 y 2 y 0 y 0 y 9

3 Description

Please give a description of the instrument (if any) creating or evidencing the charge, e.g. 'Trust Deed', 'Debenture', 'Mortgage', or 'Legal charge'.

Description Debenture

4 Amount secured

Please give us details of the amount secured by the mortgage or charge.

Amount secured

All of the Company's obligations to the Security Trustee, Professor Stanley Stewart Davis and Kenneth Hsia (together, the "Lenders") of any kind and in any currency (whether present or future, actual or contingent and whether incurred alone or jointly with another) pursuant to loan agreements dated on or about 3 November 2009 or the Debenture.

Continuation page

Please use a continuation page if you need to enter more details.

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5

Mortgagee(s) or person(s) entitled to the charge (if any)

Please give the name and address of the mortgagee(s) or person(s) entitled to the charge.

Name East Hill Venture Fund, L.P. - Series 2008A (as Security Trustee)

Address 10 Memorial Blvd, Suite 902, Providence, Rhode Island 02903

USA

Postcode

Name

Address

Postcode

Continuation page

Please use a continuation page if you need to enter more details.

6

Short particulars of all the property mortgaged or charged

Please give the short particulars of the property mortgaged or charged.

Continuation page

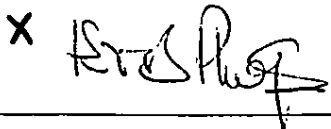
Please use a continuation page if you need to enter more details.

Short particulars

- (a) by way of legal mortgage all freehold and leasehold property now vested in or charged to the Company;
- (b) by way of fixed charge all estates or interests in any freehold and leasehold property now and in the future vested in or charged to the Company except the property mortgaged by paragraph (a);
- (c) by way of fixed charge all plant machinery and fixtures and fittings of the Company present and future;
- (d) by way of fixed charge all furniture furnishings equipment tools and other chattels of the Company present and future not regularly disposed of in the ordinary course of business;
- (e) by way of fixed charge all the goodwill and uncalled capital of the Company present and future;
- (f) by way of fixed charge all stocks shares bonds certificates of deposit and other securities of the Company present and future, all rights attaching to them and all cash or other benefits or rights deriving from them;
- (g) by way of fixed charge all confidential information, knowhow trademarks design rights patents or other intellectual property rights (in each case whether registered or unregistered together with any applications in respect thereof) choses in action and claims of the Company present and future;
- (h) by way of fixed charge the benefit of all currency and interest rate swaps caps or collars or other hedging agreements and all futures transactions or treasury instruments made with the Lenders or any other third party;
- (i) by way of fixed charge all book debts loan capital indebtedness and other debts owing to the Company present and future; and
- (j) by way of floating charge all the undertaking and all property assets and rights of the Company present and future not otherwise effectively mortgaged or charged under the Debenture.

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7	Particulars as to commission, allowance or discount (if any) Please insert the amount or rate percent of any commission, allowance or discount paid or made either directly or indirectly by the company to any person on consideration of his: <ul style="list-style-type: none"> - subscribing or agreeing to subscribe, whether absolutely or conditionally, or - procuring or agreeing to procure subscriptions, whether absolute or conditional, for any debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.	
Commission allowance or discount	N/A	
8	Delivery of instrument You must deliver the original instrument (if any) creating or evidencing the charge and these prescribed particulars to the Registrar of Companies within 21 days after the date of creation of the charge (section 860). If the property is situated and the charge was created outside the United Kingdom (UK), you must deliver the information to the Registrar within 21 days after the date on which the instrument could have been received in the UK in the normal course of post and assuming you had posted it promptly (section 866). We will accept a verified copy of the instrument creating the charge where the property charged is situated and the charge was created outside the UK (section 870). The company or the person who has delivered the copy to the Registrar must verify it to be a correct copy and sign it. Where a body corporate gives the verification, an officer of that body must sign it. We will also accept a verified copy where section 867(2) applies (property situated in another part of UK).	
9 Signature	Signature Please sign the form here. <div style="border: 1px solid black; padding: 5px; text-align: center;"> <small>Signature</small>  </div> This form must be signed by a person with an interest in the registration of the charge.	

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form and will establish where we return the original documents. The contact information you give will be visible to searchers of the public record.

Contact name **Erika McIntyre**

Company name **Wilmer Cutler Pickering Hale**

and Dorr LLP

Address **Alder Castle, 10 Noble Street**

Post town **London**

Country/Region

Postcode **E C 2 V 7 Q J**

Country **UK**

DX

Telephone **020 7645 2400**



Certificate

We will send your certificate to the presenter's address if given above or to the Company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have included the original deed with this form.
- ☐ You have entered the date the charge was created.
- ☐ You have supplied the description of the instrument.
- ☐ You have given details of the amount secured by the mortgagee or chargee.
- ☐ You have given details of the mortgagee(s) or person(s) entitled to the charge.
- ☐ You have entered the short particulars of all the property mortgaged or charged.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £13 is payable to Companies House in respect of each mortgage or charge.

Make cheques or postal orders payable to 'Companies House.'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
DX 481 N.R. Belfast 1.



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



**CERTIFICATE OF THE REGISTRATION
OF A MORTGAGE OR CHARGE**

Pursuant to section 869(5) & (6) of the Companies Act 2006

**COMPANY NO. 4503096
CHARGE NO. 2**

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES
HEREBY CERTIFIES THAT A DEBENTURE DATED 3 NOVEMBER
2009 AND CREATED BY GLYCOFORM LIMITED FOR SECURING
ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY'S
OBLIGATIONS TO EAST HILL VENTURE FUND L.P. - SERIES
2008A ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS
OF THE AFOREMENTIONED INSTRUMENT CREATING OR
EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO
CHAPTER 1 PART 25 OF THE COMPANIES ACT 2006 ON THE 23
NOVEMBER 2009

GIVEN AT COMPANIES HOUSE, CARDIFF THE 24 NOVEMBER
2009



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES